

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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SPHERE 3D CORP., :  
: Case No. 1:23-cv-02954  
*Plaintiff and Counterclaim-Defendant,* :  
: The Hon. Judge P. Kevin Castel  
v. :  
: Magistrate Judge Valerie Figueredo  
GRYPHON DIGITAL MINING, INC., :  
: Magistrate Judge Valerie Figueredo  
*Defendant and Counterclaim-Plaintiff.* :  
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**STIPULATION AND ORDER OF VOLUNTARY DISMISSAL**

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned counsel for the respective parties, that the following claims asserted in Gryphon Digital Mining, Inc.'s ("Gryphon") Fourth Amended Counterclaim be, and hereby are, voluntarily dismissed with prejudice: Count I (for breach of contract), Count III (for breach of the Implied Covenant of Good Faith and Fair Dealing), and Count IV (for negligence).

IT IS FURTHER STIPULATED AND AGREED that Sphere 3D Corp. ("Sphere") reserves all rights to argue that it is entitled to recover its costs and expenses in connection with the dismissed Counts, including, without limitation, its attorney's fees, and that Gryphon reserves all rights to argue that Sphere is not entitled to recover Sphere's costs and expenses in connection with the dismissed Counts, including, without limitation, its attorney's fees.

Dated: February 15, 2024

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Dated: February 15, 2024

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*Attorneys for Sphere 3D Corp.*

SO ORDERED:

Hon. P. Kevin Castel, U.S.D.J.